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May 9, 2012

The Honorable Jocelyn Boyd
Chief Clerk of the Commission
Public Service Commission of South Carolina
Post Office Drawer 11649
Columbia, South Carolina 29211

Re: Petition of the Office of Regulatory Staff for a Proceeding to Timely Review FCC
Mandated Reductions to Intrastate Access Tariffs
Docket No.: 2012-136-C

Dear Ms. Boyd:

Enclosed for filing is AT&T South Carolina's Motion for Protective Order in the above-referenced matter.

By copy of this letter, I am serving all parties of record with a copy of this pleading as indicated on the attached Certificate of Service.

Sincerely,

A handwritten signature in black ink that reads "Patrick W. Turner". The signature is written in a cursive, flowing style.

Patrick W. Turner

PWT/nml
Enclosure
cc: All Parties of Record
1034342

BEFORE THE
PUBLIC SERVICE COMMISSION
OF SOUTH CAROLINA

| | | |
|--|---|-----------------------|
| Petition of the Office of Regulatory Staff for a |) | |
| Proceeding to Timely Review FCC Mandated |) | Docket No. 2012-136-C |
| Reductions to Intrastate Access Tariffs |) | |
| <hr/> | | |
| |) | |

AT&T SOUTH CAROLINA’S MOTION FOR PROTECTIVE ORDER

The Commission’s Directive dated April 11, 2012, requires all local exchange carriers affected by the FCC’s Universal Service and Intercarrier Compensation Reform Order (FCC 11-161) to file appropriate tariff revisions by June 1, 2012, along with Supporting Documentation demonstrating compliance with the applicable FCC regulations. By separate Motion, AT&T South Carolina has requested that the Commission require all affected local exchange carriers to file completed copies of standardized spreadsheets adopted by the FCC in support of the tariff revisions required by the April 11, 2012 Directive. Further, because access to the documentation supporting the tariff filings is necessary for interested parties to determine whether a given tariff filing complies with the FCC’s Orders, AT&T South Carolina has requested the Commission to require all affected local exchange carriers to serve this supporting documentation on all parties to this docket.

Some or all of the supporting documentation likely will be considered proprietary by the party filing and serving the documentation. Accordingly, in order to facilitate the timely exchange of relevant information while also protecting proprietary information, AT&T South Carolina respectfully requests that the Commission enter a Protective Order in this docket. Attachment A to this Motion is a proposed protective order for the Commission’s consideration.

Respectfully submitted on this the 9th day of May, 2012.

A handwritten signature in black ink, appearing to read "Patrick W. Turner", written over a horizontal line.

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pt1285@att.com

ATTORNEY FOR AT&T SOUTH
CAROLINA

1034336

ATTACHMENT A TO MOTION FOR PROTECTIVE ORDER

Docket No. 2012-136-C

**BEFORE THE
PUBLIC SERVICE COMMISSION
OF SOUTH CAROLINA**

Petition of the Office of Regulatory Staff for a)
Proceeding to Timely Review FCC Mandated) Docket No. 2012-136-C
Reductions to Intrastate Access Tariffs)

PROPOSED PROTECTIVE ORDER

This matter comes before the Public Service Commission of South Carolina ("Commission") upon the Motion of AT&T South Carolina for a Protective Order. The Commission has determined that the Motion should be granted and hereby adopts the following Order.

Pursuant to Rule 26(c) of the South Carolina Rules of Civil Procedure and Regulation 103-854, and in order to facilitate the prompt resolution of disputes over confidentiality, to adequately protect material entitled to be kept confidential, and to ensure that the protection is afforded to material so entitled, the Public Service Commission of South Carolina ("Commission") hereby orders that:

1. **Definition of Confidential Information.** The term "Confidential Information" refers to information in written, oral or other tangible or intangible forms which may include, but is not limited to, ideas, concepts, know-how, models, diagrams, flow charts, data, computer programs, marketing plans, business plans, customer information, and other technical, financial or business information, designated as "Confidential Information" by a producing party if the party believes in good faith that the material is confidential or proprietary and is entitled to protection from disclosure under any provision of South Carolina or Federal law and the material is furnished pursuant to discovery requests, depositions, or otherwise produced during the Proceeding, as that term is defined below. "Confidential Information" shall not include

ATTACHMENT A TO MOTION FOR PROTECTIVE ORDER

Docket No. 2012-136-C

information contained in the public files of any federal or state agency that is subject to disclosure under relevant South Carolina statutes nor shall it include information that, at the time it is provided through discovery or otherwise during the Proceeding or prior thereto, is or was public or that becomes public other than through disclosure in violation of this Order. Nor shall "Confidential Information" include information found by the South Carolina Public Service Commission or a court of competent jurisdiction not to merit the protection afforded Confidential Information under the terms of this Order.

2. **Definition of Proceeding.** The term "Proceeding," for the purposes of this Protective Order, shall include Docket No. 2012-136-C (Petition of the Office of Regulatory Staff for a Proceeding to Timely Review FCC Mandated Reductions to Intrastate Access Tariffs) and any appeals thereof to a forum of competent jurisdiction.

3. **Designation of Material as "Confidential Information."** Confidential written information shall be so indicated by clearly marking each page, or portion thereof, for which a Confidential Information designation is claimed with a marking such as "Confidential-Subject to Protective Order in South Carolina Docket No. 2012-136-C" or other markings that are reasonably calculated to alert custodians of the material to its confidential or proprietary nature.

4. **Permissible Disclosure of Confidential Information.** No Confidential Information may be disclosed by the party to which it is disclosed in the Proceeding to any person except as provide in this Paragraph.

(A) Confidential Information provided pursuant to this Protective Order may be disclosed without prior written consent to the following persons, but only in prosecuting the Proceeding, and only to the extent necessary to assist in prosecuting the Proceeding:

ATTACHMENT A TO MOTION FOR PROTECTIVE ORDER
Docket No. 2012-136-C

(i) Counsel of record representing a party in the Proceeding and any legal support personnel (e.g., paralegals and clerical employees) acting at the direction of counsel.

(ii) Other employees, officers, or directors of a party, or consultants or experts retained by a party, who are not engaged in strategic or competitive decision making, including, but not limited to, the sale or marketing or pricing of any products or services on behalf of the receiving party. Individuals who become reviewing representatives under this paragraph agree that they will not use the Confidential Information made available in the Proceeding to engage or consult in the development, planning, marketing, procurement, manufacturing, pricing or selling of telecommunication services, equipment, software or other offerings, strategic or business planning, competitive assessment, and/or network planning, operations or procurement.

(iii) Court reporters, stenographers, or persons operating audio or video recording equipment at hearings or depositions.

(iv) Persons noticed for depositions or designated as witnesses, to the extent reasonably necessary in preparing to testify or for the purpose of examination in the Proceeding.

Persons obtaining access to Confidential Information under the provisions of this Paragraph 4(A) shall not disclose information designated as Confidential Information to any person who is not authorized under this Paragraph 4(A) to receive such information, and shall not use the information in any activity or function other than in prosecuting the Proceeding. Each individual who is provided access to Confidential Information must

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receive a copy of this Order and sign, and have notarized, a statement affirmatively stating that the individual has reviewed this Protective Order and understands and agrees to be bound by the limitations it imposes on the signing party before being provided copies of any Confidential Information. The form of the notarized statement to be used is attached as Attachment A to this Order.

(B) Confidential information may be disclosed to any other person only with the prior written consent of the party that designated the document or other non-written information as “Confidential Information” or upon Order of the Commission.

5. **Declassification.** A party may apply to the Commission for a ruling that documents, categories of documents, deposition transcripts or other non-written information, stamped or designated as Confidential Information, are not entitled to such status and protection. The party or other person that designated the document or other non-written information as Confidential Information shall be given notice of the application and an opportunity to respond.

6. **Confidential Information Offered in Evidence or Filed in the Record.** Subject to paragraph 5, Confidential Information may be offered into evidence or in the record made by the parties and submitted to the Commission in the Proceeding provided that the submission is done in camera or under seal, as applicable. If Confidential Information will be the subject of any cross-examination questions by a party or otherwise made a part of the record in the Proceeding, the cross-examining party or party desiring to offer the information into the record shall provide advance notice, either verbally or in writing, to the party who provided the Confidential Information and allow the providing party a reasonable time to ask the Commission to impose protective measures to preserve the confidentiality of the Confidential Information.

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Docket No. 2012-136-C

7. **Subpoena by Courts or Other Agencies.** If a court or administrative agency subpoenas or orders production of Confidential Information which a party has obtained under the terms of this Protective Order, such party shall promptly (within three (3) business days) notify the party (or other person who designated the document or non-written information as confidential) of the pendency of such subpoena or order to allow that party or other person time to object to that production or seek a protective order. A party that provides the notice required by this paragraph 7 is no longer subject to this Protective Order with regard to any Confidential Information that is the subject of any such subpoena or order.

8. **Client Consultation.** Nothing in this Protective Order shall prevent or otherwise restrict counsel from rendering advice to their clients and, in the course thereof, relying generally on examination of Confidential Information provided, however, that in rendering such advice and otherwise communicating with such client, counsel shall not make specific disclosure or reference to any Confidential Information except under the procedures in paragraph 4 above.

9. **Use.** Persons obtaining access to Confidential Information under this Protective Order shall use the information only for preparation of and the conduct of litigation in the Proceeding and any related appeals or review proceedings, and shall not use such information for any other purpose, including business or commercial purposes, or governmental or other administrative or judicial proceedings.

10. **Non-Termination.** The obligations of the parties with respect to Confidential Information received pursuant to this Protective Order shall survive and continue after any expiration or termination of the Proceeding.

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11. **Preservation of Rights.** Nothing in this Protective Order shall prevent any party from objecting to discovery or challenging the admissibility of any and all information and data that it believes to be otherwise improper.

12. **Responsibilities of the Parties.** The parties are responsible for employing reasonable measures to control, consistent with this Protective Order, duplication of, access to, and distribution of Confidential Information. A receiving party shall protect such Confidential Information by using the same degree of care (which shall be no less than reasonable care) to prevent its unauthorized disclosure as the receiving party exercises in the protection of its own confidential information.

13. **Enforcement.** A party shall be entitled to seek enforcement of (or other appropriate relief, including sanctions, pertaining to) this Protective Order before the Commission, or any other authority having competent jurisdiction, for any breach or threatened breach of this Protective Order. This Protective Order shall control the production and disclosure of all materials deemed "Confidential Information."

14. This Order shall remain in full force and effect until further Order of the Commission.

BY ORDER OF THE COMMISSION:

John E. Howard, Chairman

ATTEST:

David A. Wright, Vice Chairman
(SEAL)

ATTACHMENT A TO MOTION FOR PROTECTIVE ORDER

Docket No. 2012-136-C

Attachment A
Docket No _____
[Date], 2012

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STATE OF _____

COUNTY OF _____

CERTIFICATE OF AUTHORIZED REVIEWING REPRESENTATIVE

BEFORE ME, the undersigned authority, duly Commissioned and qualified in and for the State and County aforesaid, personally came and appeared _____ (insert name), who, being by me first duly sworn, deposed and said as follows:

I understand that the Confidential Protected Materials that will be provided to me in the Proceeding are being provided pursuant to the terms and restrictions of the Protective Order in South Carolina Public Service Commission Docket No. 2011-304-C, that I have been given a copy of and have read the Protective Order, and that I agree to be bound by it. I understand that the contents of "Confidential Information," and any notes, memoranda, or any other form of information regarding or derived from Confidential Information shall not be disclosed to anyone other than in accordance with the Protective Order and shall be used only for the purposes of the Proceedings as set forth in the Protective Order.

Signature:

Date of Execution: _____

Name: _____

Title: _____

Company: _____

Address: _____

Requesting Party: _____

SWORN TO SUBSCRIBED BEFORE ME on this ____ day of _____, 2012.

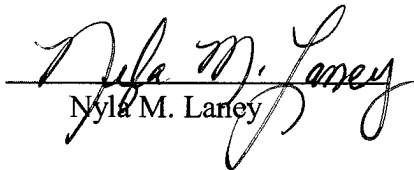
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Nyla M. Laney